# EXHIBIT G

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 2 of 51

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

	PR		

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media	a, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			Limited Liability Company
Jurisdiction of Incorporation	/Organization		H
NEVADA			General Partnership
Year of Incorporation/Organ	ization		Business Trust
Over Five Years Ago			Other (Specify)
Within Last Five Years (	Specify Year) 2020		_
Yet to Be Formed	- poemy ' ean')		
Tet to be I offlied			
2. Principal Place of Busin	ess and Contact Informatio	n	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 745	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
0.001.001.000			
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2	2	
13809 RESEARCH BLVD.	SUITE 745		
City	State/Province/C	Country	ZIP/PostalCode
AUSTIN TEXAS			78729
Relationship: X Executive 0	Officer $\overline{\mathbf{X}}$ Director $\overline{\mathbf{X}}$ Promote	er	
Clarification of Response (if	Necessary):		
Last Name	First Name		Middle Name
Greene	Steven		

EC FORM D	10 DD D D D D D D D D D D D D D D D D D	E'lad 40/05/04
Case 1:24-cv-012 Street Address 1	19-RP Document 20-7 treet Address 2	Filed 10/25/24 Page 3 of 51
	JITE 745	
City State/Province/Country		ZIP/PostalCode
·	EXAS	78729
Relationship: X Executive Officer Direct	_	1812)
Relationship. A Executive Officer Direct	Promoter	
Clarification of Response (if Necessary):		
Last Name Fi	rst Name	Middle Name
Rodriguez	ory	
Street Address 1 Si	treet Address 2	
13809 RESEARCH BLVD. SU	JITE 745	
City	tate/Province/Country	ZIP/PostalCode
AUSTIN	EXAS	78729
Relationship: X Executive Officer Direct	ctor X Promoter	
Clarification of Response (if Necessary):		
Old modulo i of response (ii recessary).		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking		Restaurants
H	Health Insurance	Technology
∐Insurance	Hospitals & Physicians	X Computers
Investing		Telecommunications
Investment Banking	Pharmaceuticals	
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
∏Yes		Lodging & Conventions
	Construction	Tourism & Travel Services
Other Banking & Financial Services	REITS & Finance	Other Travel
Business Services	Residential	Other
Energy		Uotilei
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		

SEC FORM D  Case 1:24-cv-01219-R	P Document 20-7 Filed 10/25/24 Page 4 of 51		
Revenue Range OR	Aggregate Net Asset Value Range		
No Revenues	No Aggregate Net Asset Value		
\$1 - \$1,000,000	\$1 - \$5,000,000		
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000		
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000		
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000		
Over \$100,000,000	Over \$100,000,000		
X Decline to Disclose	Decline to Disclose		
Not Applicable	Not Applicable		
6. Federal Exemption(s) and Exclusion(s) Cla	imed (select all that apply)		
	Investment Company Act Section 3(c)		
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)		
Rule 504 (b)(1)(i)	Section 3(c)(2) Section 3(c)(10)		
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)		
Rule 504 (b)(1)(iii)	Section 3(c)(4) Section 3(c)(12)		
Rule 506(b)			
X Rule 506(c)	Section 3(c)(5) Section 3(c)(13)		
Securities Act Section 4(a)(5)	Section 3(c)(6) Section 3(c)(14)		
	Section 3(c)(7)		
7. Type of Filing			
X New Notice Date of First Sale 2021-10-26	First Sale Vet to Occur		
Amendment	I had date for to docum		
8. Duration of Offering			
Does the Issuer intend this offering to last more	than one year? Yes X No		
9. Type(s) of Securities Offered (select all tha	t apply)		
Equity	Pooled Investment Fund Interests		
Debt	Tenant-in-Common Securities		
Option, Warrant or Other Right to Acquire And	other Security Mineral Property Securities		
Security to be Acquired Upon Exercise of Opt	tion, Warrant or X Other (describe)		
Other Right to Acquire Security	Sale Leaseback Contract		
	Saic Deascoack Contract		
10. Business Combination Transaction			
Is this offering being made in connection with a a merger, acquisition or exchange offer?	business combination transaction, such as Yes X No		

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 6 of 51

#### **Terms of Submission**

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to
  furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	Josh Moore	Josh Moore	Director	2021-12-30

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 7 of 51

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The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

OMB	APPRO	LAVC
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1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media	, LLC	X Corporation
Name of Issuer		•	Limited Partnership
NFN8 GROUP, INC.			H
Jurisdiction of Incorporation/	Organization		Limited Liability Company
NEVADA			General Partnership
Year of Incorporation/Organi	zation		Business Trust
Over Five Years Ago			Other (Specify)
X Within Last Five Years (S	pecify Year) 2020		
Yet to Be Formed			
2. Principal Place of Busine	ess and Contact Information	n	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2		
13809 RESEARCH BLVD.	SUITE 745		
City	State/Province/C	ountry	ZIP/PostalCode
AUSTIN	TEXAS		78729
Relationship: X Executive C	officer X Director X Promote	er	
Clarification of Response (if N	lecessary):		
Last Name	First Name		Middle Name
Greene	Steven		

C FORM D/A	L219-RP Document 20-7	Filed 10/25/24 Page 9 of 51
Case 1:24-cv-02 Street Address 1	Street Address 2	Filed 10/25/24 Page 8 of 51
13809 RESEARCH BLVD.	SUITE 745	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	TEXAS	78729
Relationship: X Executive Officer Di	rector X Promoter	
Clarification of Response (if Necessary)	:	
Last Name	First Name	Middle Name
Rodriguez	Cory	
Street Address 1	Street Address 2	
13809 RESEARCH BLVD.	SUITE 745	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	TEXAS	78729
Relationship: X Executive Officer Di	rector X Promoter	
Clarification of Response (if Necessary)		
1. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking		Restaurants
Insurance	Health Insurance	Technology
H	Hospitals & Physicians	X Computers
∐ Investing	Pharmaceuticals	Telecommunications
Investment Banking	Trainiaceuticais	
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	
Yes No		Lodging & Conventions
	Construction	Tourism & Travel Services
Other Banking & Financial Service	es REITS & Finance	Other Travel
Business Services	Residential	
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Environmental Services Oil & Gas		

SEC FORM D/A  Case 1:24-cv-01219-RI	P Document 20-7 Filed 10/25/24 Page 9 of 51				
	Aggregate Net Asset Value Range				
No Revenues	No Aggregate Net Asset Value				
\$1 - \$1,000,000	\$1 - \$5,000,000				
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000				
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000				
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000				
Over \$100,000,000	Over \$100,000,000				
X Decline to Disclose	Decline to Disclose				
Not Applicable	Not Applicable				
6. Federal Exemption(s) and Exclusion(s) Clai	med (select all that apply)				
	Investment Company Act Section 3(c)				
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)				
Rule 504 (b)(1)(i)	Section 3(c)(2) Section 3(c)(10)				
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)				
Rule 504 (b)(1)(iii)					
Rule 506(b)	Section 3(c)(4) Section 3(c)(12)				
X Rule 506(c)	Section 3(c)(5) Section 3(c)(13)				
Securities Act Section 4(a)(5)	Section 3(c)(6) Section 3(c)(14)				
	Section 3(c)(7)				
7. Type of Filing					
New Notice Date of First Sale 2021-10-26	First Sale Yet to Occur				
X Amendment					
8. Duration of Offering					
Does the Issuer intend this offering to last more to	han one year? Yes X No				
9. Type(s) of Securities Offered (select all that	apply)				
□ Equity	Pooled Investment Fund Interests				
☐ Equity					
Option, Warrant or Other Right to Acquire And	Debt Tenant-in-Common Securities Option, Warrant or Other Right to Acquire Another Security Mineral Property Securities				
Security to be Acquired Upon Exercise of Opti	on Warrant or				
Other Right to Acquire Security					
Sale Leaseback Contract					
10. Business Combination Transaction					
Is this offering being made in connection with a b	ousiness combination transaction, such as				
a merger, acquisition or exchange offer?	Yes X No				

Clarification of Response (if Necessary):

Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 11 of 51

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to
  furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/ Josh Moore	Josh Moore	Director	2022-03-01

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 12 of 51

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#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

1. Issuer's Identity			
CIK (Filer ID Number)	Previou Names	S None	Entity Type
0001835470	NFN8 N	Media, LLC	X Corporation
Name of Issuer		•	Limited Partnership
NFN8 GROUP, INC.			Limited Liability Company
Jurisdiction of Incorporation	/Organization		
NEVADA			General Partnership
Year of Incorporation/Organ	nization		Business Trust
Over Five Years Ago			Other (Specify)
X Within Last Five Years (	Specify Year) 2020		
Yet to Be Formed			
2. Principal Place of Busin	ess and Contact Inform	nation	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address	s 2
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Countr	y ZIP/PostalCod	le Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Addre	ess 2	
13809 RESEARCH BLVD.	SUITE 785		
City	State/Provir	ce/Country	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive	Officer X Director X Pro	moter	
Clarification of Response (if	Necessary):		
Last Name	First Name		Middle Name
Greene	Steven		

C FORM D/A	10 DD Document 20 7	Filed 10/25/24
Case 1:24-cv-012 Street Address 1	19-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 13 of 51
	SUITE 785	
	State/Province/Country	ZIP/PostalCode
•	TEXAS	78750
Relationship: X Executive Officer Dire		70750
Trelationship. A Executive Officer Dire	Fromoter	
Clarification of Response (if Necessary):		
Last Name F	First Name	Middle Name
Rodriguez	Cory	
Street Address 1	Street Address 2	
13809 RESEARCH BLVD.	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	TEXAS	78750
Relationship: X Executive Officer Dire	ector X Promoter	
Clarification of Response (if Necessary):		
4. Industry Group		
Agriculture	Health Care	☐ Potailing
Banking & Financial Services	Biotechnology	Retailing
	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	X Computers
Investing		
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	☐ Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company		
Act of 1940?	Commercial	Lodging & Conventions
_ UYes UNo	Construction	Tourism & Travel Services
Other Banking & Financial Services	REITS & Finance	Other Travel
Business Services		
Energy	Residential	U Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
☐ Environmental Services ☐ Oil & Gas		

SEC FORM D/A  Case 1:24-cv-01219-R	P Document 20-7 Filed 10/25/24 Page 14 of 51		
Revenue Range OR	Aggregate Net Asset Value Range		
No Revenues	No Aggregate Net Asset Value		
\$1 - \$1,000,000	<u> </u> \$1 - \$5,000,000		
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,000		
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000,000		
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,000,000		
Over \$100,000,000	Over \$100,000,000		
X Decline to Disclose	Decline to Disclose		
Not Applicable	Not Applicable		
6. Federal Exemption(s) and Exclusion(s) Cla	aimed (select all that apply)		
	Investment Company Act Section 3(c)		
Rule 504(b)(1) (not (i), (ii) or (iii))	Section 3(c)(1) Section 3(c)(9)		
Rule 504 (b)(1)(i)	Section 3(c)(2) Section 3(c)(10)		
Rule 504 (b)(1)(ii)	Section 3(c)(3) Section 3(c)(11)		
Rule 504 (b)(1)(iii)			
Rule 506(b)	Section 3(c)(4) Section 3(c)(12)		
X Rule 506(c)	Section 3(c)(5) Section 3(c)(13)		
Securities Act Section 4(a)(5)	Section 3(c)(6) Section 3(c)(14)		
	Section 3(c)(7)		
7. Type of Filing			
Name Nation - Date of First Cale 2021 10 27	Triant Colo Vette Occur		
New Notice Date of First Sale 2021-10-26 X Amendment	First Sale Yet to Occur		
8. Duration of Offering			
Does the Issuer intend this offering to last more	e than one year? Yes X No		
9. Type(s) of Securities Offered (select all that	at apply)		
Equity	Pooled Investment Fund Interests		
Debt	Tenant-in-Common Securities		
Option, Warrant or Other Right to Acquire An	nother Security Mineral Property Securities		
Security to be Acquired Upon Exercise of Op	otion, Warrant or X Other (describe)		
Other Right to Acquire Security	Sale Leaseback Contract		
	Saic Leaseback Contract		
10. Business Combination Transaction			
Is this offering being made in connection with a a merger, acquisition or exchange offer?	business combination transaction, such as $\  \  \  \  \  \  \  \  \  \  \  \  \ $		

Clarification of Response (if Necessary):

#### Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 16 of 51

#### Terms of Submission

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to
  furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/Josh Moore	Josh Moore	Director	2022-08-02

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 17 of 51

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The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

#### **FORM D**

# **Notice of Exempt Offering of Securities**

OMB	APPRO	LAVC
-----	-------	------

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media,	, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			H
Jurisdiction of Incorporation/0	Organization		Limited Liability Company
NEVADA			General Partnership
Year of Incorporation/Organiz	zation		Business Trust
Over Five Years Ago			Other (Specify)
Within Last Five Years (S	pecify Year) 2020		
Yet to Be Formed	,		
2. Principal Place of Busine	ss and Contact Information	n	
Name of Issuer NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2		
13809 RESEARCH BLVD.	SUITE 785		
City	State/Province/Co	ountry	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive O	fficer $X$ Director $X$ Promote	r	
Clarification of Response (if N	lecessary):		
Last Name	First Name		Middle Name
Rodriguez	Cory		

EC FORM D/A  Case 1:24-cv-012	219-RP Document 20-7	Filed 10/25/24 Page 18 of 51
	Street Address 2	Filed 10/25/24 Page 18 of 51
	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	ΓEXAS	78750
Relationship: X Executive Officer Dire	ector X Promoter	
Clarification of Response (if Necessary):	_	
Ciamication of Response (if Necessary).		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking	Health Insurance	Restaurants
☐Insurance		Technology
Investing	Hospitals & Physicians	X Computers
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
⊔ Is the issuer registered as	Manufacturing	 Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
∏Yes ∏No	Construction	
Other Banking & Financial Service	. D	Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	_
☐ Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	lue Range
No Revenues	No Aggregate Net Ass	set Value
\$1 - \$1,000,000	<u> </u>	
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000	,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000	0,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,00	00,000
Over \$100,000,000	Over \$100,000,000	
X Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	20-7 Filed 10/25/24	Page 19 of 51
Not Applicable		Not Applicable		
6 Fodoral Evomo	tion(s) and Exclusion(s) Clair	mod (solost all th	at apply)	
6. Federal Exemp	tion(s) and Exclusion(s) Clair	ned (Select all the	ас арріу)	
		Investment Co	ompany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1	) Section 3(c)(9)	
Rule 504 (b)(1	)(i)	Section 3(c)(2	2) Section 3(c)(10)	
Rule 504 (b)(1	)(ii)	Section 3(c)(3	Section 3(c)(11)	
Rule 504 (b)(1	)(iii)	Section 3(c)(4	Section 3(c)(12)	
Rule 506(b)				
X Rule 506(c)	Section 4(a)(E)	Section 3(c)(5		
Securities Act	Section 4(a)(5)	Section 3(c)(6	Section 3(c)(14)	
		Section 3(c)(7	")	
7. Type of Filing				
	ata at First Cala 2021 10 20	First Cala Vatta C	<b>Name</b>	
X Amendment	ate of First Sale 2021-10-26	First Sale Yet to C	occur	
Amendment				
8. Duration of Off	ering			
Does the Issuer in	tend this offering to last more th	nan one year?	Yes X No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
Equity		[	Pooled Investment Fund Ir	nterests
Debt		Ī	─ │Tenant-in-Common Securi	
Option, Warran	t or Other Right to Acquire Anot	her Security	Mineral Property Securities	5
1 1	cquired Upon Exercise of Option	on, Warrant or	X Other (describe)	
Other Right to A	Acquire Security	L	Sale Leaseback Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a bition or exchange offer?	usiness combinati	on transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	stment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 U	SD	
12. Sales Comper	nsation			
Recipient		Recipi	ent CRD Number X None	
(Associated) Brok	er or Dealer X None	(Asso	ciated) Broker or Dealer CRD	Number X None
	_			

EC FORM D/A	Case 1:24-cv-01219-RP	Document 20-7	Filed 10/25/24	Page 20 of 51	
Street Address 1		Street Addre			
City	_	State/Provir	ice/Country		ZIP/Postal Code
	tion (select all that apply) or check individual States	All States Foreign/r	non-US		
13. Offering and S	ales Amounts				
Total Offering Amo	ount USD or	X Indefinite			
Total Amount Sold	\$14,400,000 USD				
Total Remaining to	be Sold USD or	X Indefinite			
Clarification of Res	ponse (if Necessary):				
14. Investors					
1 1	ies in the offering have been center the number of such non-				
	whether securities in the offering stors, enter the total number o				144
15. Sales Commis	sions & Finder's Fees Exper	 1Ses			
provide an estimate	the amounts of sales commisse and check the box next to the eas Commissions \$0 USD E		xpenses, if any. If the a	amount of an expend	diture is not known
	Finders' Fees \$0 USD E	stimate			
Clarification of Res	ponse (if Necessary):				
16. Use of Proceed	ds				
required to be name	t of the gross proceeds of the ed as executive officers, direct the box next to the amount.				
	\$0 USD XE	stimate			
Clarification of Res	ponse (if Necessary):				
Signature and Sul	omission				
Please verify the i SUBMIT below to	nformation you have entered file this notice.	d and review the Term	s of Submission belo	w before signing a	ind clicking
Terms of Submiss	sion				

In submitting this notice, each issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to
  furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of
  the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents
  for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading,
  and further agreeing that such service may be made by registered or certified mail, in any Federal or state action,
  administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/Josh Moore	Josh Moore	Director	2023-02-09

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

#### **FORM D**

# **Notice of Exempt Offering of Securities**

OMB A	PPF	80V	ΆL
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1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media	a, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			Limited Liability Company
Jurisdiction of Incorporation	/Organization		
NEVADA			General Partnership
Year of Incorporation/Organ	ization		Business Trust
Over Five Years Ago			Other (Specify)
X Within Last Five Years (S	Specify Year) 2020		
Yet to Be Formed			
2. Principal Place of Busin	ess and Contact Information	on	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2	2	
13809 RESEARCH BLVD.	SUITE 785		
City	State/Province/0	Country	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive (	Officer X Director X Promoto	er	
Clarification of Response (if	Necessary):		
Last Name	First Name		Middle Name
Rodriguez	Cory		

EC FORM D/A C250 1:24 ov 012	10 DD Document 20 7	Filed 10/25/24
Case 1:24-cv-012 Street Address 1	19-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 23 of 51
	UITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	EXAS	78750
Relationship: X Executive Officer Dire	ctor X Promoter	
Clarification of Response (if Necessary):		
Claimcauori or Nesponse (ii Necessary).		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking	Health Insurance	Restaurants
☐Insurance		Technology
☐ Investing	Hospitals & Physicians	X Computers
☐ Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	Manufacturing	 Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
∏Yes ∏No	Construction	
Other Banking & Financial Services		Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	-
No Revenues	No Aggregate Net Ass	set Value
\$1 - \$1,000,000	<u> </u>	
\$1,000,001 - \$5,000,000	☐ \$5,000,001 - \$25,000,	000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000	0,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,00	00,000
Over \$100,000,000	Over \$100,000,000	
Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	20-7 Filed 10/25/24	Page 24 of 51
Not Applicable	Ī	Not Applicable		
	tion (a) and Fredrick (a) Oldin	/	-4 h.)	
6. Federal Exemp	tion(s) and Exclusion(s) Clair	ned (select all tha	ат арріу)	
		Investment Co	ompany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1	) Section 3(c)(9)	
Rule 504 (b)(1	)(i)	Section 3(c)(2	Section 3(c)(10)	
Rule 504 (b)(1	)(ii)	Section 3(c)(3	Section 3(c)(11)	
Rule 504 (b)(1	)(iii)	Section 3(c)(4	Section 3(c)(12)	
Rule 506(b)				
X Rule 506(c)	0	Section 3(c)(5		
Securities Act	Section 4(a)(5)	Section 3(c)(6	Section 3(c)(14)	
		Section 3(c)(7	·)	
7. Type of Filing				
7. Type of Filling				
New Notice D	ate of First Sale 2021-10-26	First Sale Yet to C	occur	
X Amendment				
8. Duration of Off	ering			
Does the Issuer in	tend this offering to last more th	nan one year?	Yes X No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
□ Equity		Γ	Pooled Investment Fund Ir	ntaraete
Equity Debt		L T	Tenant-in-Common Securi	
님	t or Other Right to Acquire Anot	her Security	Mineral Property Securities	
H	cquired Upon Exercise of Optic	n Warrant or	=	-
Other Right to A			X Other (describe)	
		S	Sale Leaseback Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a buion or exchange offer?	usiness combinatio	on transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	stment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 U	SD	
12. Sales Comper	nsation			
Recipient		Recipi	ent CRD Number X None	
·	er or Dealer X None		ப் ciated) Broker or Dealer CRD	Number X None
,,	Ш	( 3 1	,	

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 25 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States  All States  Foreign/non-US	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$15,660,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	145
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expendence provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to an required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.	nd clicking
Terms of Submission	

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/Josh Moore	Josh Moore	Director	2023-02-14

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

OMB	<b>APPROVAL</b>
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1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media,	, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			H
Jurisdiction of Incorporation/0	Organization		Limited Liability Company
NEVADA			General Partnership
Year of Incorporation/Organiz	zation		Business Trust
Over Five Years Ago			Other (Specify)
Within Last Five Years (S	pecify Year) 2020		
Yet to Be Formed	,		
2. Principal Place of Busine	ss and Contact Information	n	
Name of Issuer NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2		
13809 RESEARCH BLVD.	SUITE 785		
City	State/Province/Co	ountry	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive O	fficer $X$ Director $X$ Promote	r	
Clarification of Response (if N	lecessary):		
Last Name	First Name		Middle Name
Rodriguez	Cory		

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Case 1:24-cv-012 Street Address 1	219-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 28 of 51
	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	ΓEXAS	78750
Relationship: X Executive Officer Dire	ector X Promoter	
Clarification of Response (if Necessary):	_	
Ciarincation of Response (if Necessary).		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking	☐ Health Insurance	Restaurants
Insurance		Technology
Investing	Hospitals & Physicians	X Computers
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
□ Is the issuer registered as	☐ Manufacturing	Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
∏Yes ∏No	Construction	
Other Banking & Financial Service		Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
☐ Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
☐ Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	lue Range
No Revenues	No Aggregate Net Ass	set Value
\$1 - \$1,000,000	<u> </u>	
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000	,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000	0,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,00	00,000
Over \$100,000,000	Over \$100,000,000	
X Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	20-7 Filed 10/25/24	Page 29 of 51
Not Applicable		Not Applicable		
6 Federal Evemn	tion(s) and Exclusion(s) Clair	mad (salact all the	at annly)	
o. i ederai Exemp	tion(s) and Exclusion(s) Clan	ned (Select all the	ас арріу)	
		Investment Co	ompany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1	) Section 3(c)(9)	
Rule 504 (b)(1	)(i)	Section 3(c)(2	2) Section 3(c)(10)	
Rule 504 (b)(1	)(ii)	Section 3(c)(3	Section 3(c)(11)	
Rule 504 (b)(1	)(iii)	Section 3(c)(4		
Rule 506(b)				
X Rule 506(c)		Section 3(c)(5		
Securities Act	Section 4(a)(5)	Section 3(c)(6	Section 3(c)(14)	
		Section 3(c)(7	·)	
7. Tomas of Fillians				
7. Type of Filing				
New Notice D	ate of First Sale 2021-10-26	First Sale Yet to C	Occur	
X Amendment	_			
8. Duration of Off	erina			
		_	_	
Does the Issuer in	tend this offering to last more t	han one year?	Yes X No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
Equity		[	Pooled Investment Fund Ir	nterests
Debt		L [	Tenant-in-Common Securi	
님	t or Other Right to Acquire Ano	ا ther Security	Mineral Property Securities	
H '	acquired Upon Exercise of Option	on Warrant or	=	
Other Right to A	Acquire Security	L	X Other (describe)	
		:	Sale Leaseback Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a b ion or exchange offer?	usiness combination	on transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	stment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 U	SD	
12. Sales Comper	nsation			
Recipient		Recipi	ent CRD Number X None	
(Associated) Brok	ter or Dealer X None	(Assoc	ciated) Broker or Dealer CRD	Number X None

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 30 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$18,180,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	155
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expendence provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to an required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.  Terms of Submission	nd clicking

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 31 of 51

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/Josh Moore	Josh Moore	Director	2023-04-24

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 32 of 51

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

#### **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

**OMB APPROVAL** 

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media	, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			Limited Liability Company
Jurisdiction of Incorporation/	/Organization		H
NEVADA			General Partnership
Year of Incorporation/Organ	ization		Business Trust
Over Five Years Ago			Other (Specify)
Within Last Five Years (S	Specify Year) 2020		
Yet to Be Formed	, ,		
2. Principal Place of Busin	ess and Contact Information	n	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2		
13809 RESEARCH BLVD.	SUITE 785		
City	State/Province/C	ountry	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive C	Officer X Director X Promote	r	
Clarification of Response (if	Necessary):		
Last Name	First Name		Middle Name
Rodriguez	Cory		

CC FORM D/A  Case 1:24-cv-012	210 DD - Dooumont 20 7	Filed 10/25/24
	219-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 33 of 51
	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	TEXAS	78750
Relationship: X Executive Officer Dir	ector X Promoter	
Clarification of Response (if Necessary):		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
Insurance	Hospitals & Physicians	X Computers
Investing		
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as	Manufacturing	Travel
an investment company under the Investment Company	Real Estate	Airlines & Airports
Act of 1940?	Commercial	Lodging & Conventions
Yes	Construction	Tourism & Travel Services
Other Banking & Financial Service		
Business Services		Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	lue Range
No Revenues	No Aggregate Net Ass	-
   \$1 - \$1,000,000	\[ \frac{1}{35} \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \ \	
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000,	000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,000	
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,00	00,000
Over \$100,000,000	Over \$100,000,000	
X Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	0-7 Filed 10/25/24	Page 34 of 51
Not Applicable		Not Applicable		
6 Federal Evemn	tion(s) and Exclusion(s) Clain	ned (select all the	at anniv)	
o. i ederai Exemp	tion(s) and Exclusion(s) claim	ned (Select all the	п арріу)	
		Investment Co	ompany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1	) Section 3(c)(9)	
Rule 504 (b)(1	)(i)	Section 3(c)(2	) Section 3(c)(10)	
Rule 504 (b)(1	)(ii)	Section 3(c)(3	) Section 3(c)(11)	
Rule 504 (b)(1	)(iii)	Section 3(c)(4		
Rule 506(b)				
X Rule 506(c)		Section 3(c)(5		
Securities Act	Section 4(a)(5)	Section 3(c)(6	) Section 3(c)(14)	
		Section 3(c)(7	)	
7. Type of Filing				
H	ate of First Sale 2021-10-26	First Sale Yet to O	ccur	
X Amendment				
8. Duration of Off	ering			
Does the Issuer in	tend this offering to last more th	nan one year?	Yes X No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
Equity		Г	Pooled Investment Fund Ir	nterests
Debt		<u> </u>	Tenant-in-Common Securi	
님	t or Other Right to Acquire Anot	her Security	_ │Mineral Property Securities	
H '	cquired Upon Exercise of Optic	n Warrant or	Cother (describe)	
Other Right to A	Acquire Security	L		
		2	Sale Leaseback Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a buion or exchange offer?	usiness combinatio	on transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	stment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 U\$	SD	
12. Sales Comper	nsation			
Recipient		Recipie	ent CRD Number X None	
(Associated) Brok	er or Dealer X None	(Assoc	iated) Broker or Dealer CRD	Number X None
,	Ш	`	•	

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 35 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States  All States  Foreign/non-US	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$19,590,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	154
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expend provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD  Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to ar required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.  Terms of Submission	nd clicking

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 36 of 51

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	Josh Moore	Josh Moore	Director	2023-08-03

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 37 of 51

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

# **Notice of Exempt Offering of Securities**

OMB A	PPF	80V	ΆL
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OMB Number: 3235-0076 Estimated average burden hours per response:

1. Issuer's Identity			
CIK (Filer ID Number)	Previous Names	None	Entity Type
0001835470	NFN8 Media	a, LLC	X Corporation
Name of Issuer			Limited Partnership
NFN8 GROUP, INC.			Limited Liability Company
Jurisdiction of Incorporation	/Organization		
NEVADA			General Partnership
Year of Incorporation/Organ	ization		Business Trust
Over Five Years Ago			Other (Specify)
X Within Last Five Years (S	Specify Year) 2020		
Yet to Be Formed			
2. Principal Place of Busin	ess and Contact Information	on	
Name of Issuer			
NFN8 GROUP, INC.			
Street Address 1		Street Address 2	
13809 RESEARCH BLVD.		SUITE 785	
City	State/Province/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS	78750	5129142611
3. Related Persons			
Last Name	First Name		Middle Name
Moore	Josh		
Street Address 1	Street Address 2	2	
13809 RESEARCH BLVD.	SUITE 785		
City	State/Province/0	Country	ZIP/PostalCode
AUSTIN	TEXAS		78750
Relationship: X Executive (	Officer X Director X Promoto	er	
Clarification of Response (if	Necessary):		
Last Name	First Name		Middle Name
Rodriguez	Cory		

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Street Address 2	Filed 10/25/24
SUITE 785	
State/Province/Country	ZIP/PostalCode
ΓEXAS	78750
ector X Promoter	
Health Care	Retailing
Biotechnology	Restaurants
Health Insurance	Technology
□ Haanitala & Physisiana	X Computers
Pharmaceuticals	Telecommunications
Other Health Care	Other Technology
Manufacturing	 Travel
Real Estate	Airlines & Airports
Commercial	Lodging & Conventions
. D	Tourism & Travel Services
REITS & Finance	Other Travel
Residential	Other
Other Real Estate	
Other real Estate	
Aggregate Net Asset Va	lue Range
No Aggregate Net Ass	set Value
\$1 - \$5,000,000	
\$5,000,001 - \$25,000	000
\$25,000,001 - \$50,000	0,000
\$50,000,001 - \$100,00	00,000
Over \$100,000,000	
Decline to Disclose	
	State/Province/Country FEXAS Pector X Promoter  Health Care Biotechnology Health Insurance Hospitals & Physicians Pharmaceuticals Other Health Care Manufacturing Real Estate Commercial Construction REITS & Finance Residential Other Real Estate Other Real Estate  Aggregate Net Asset Va No Aggregate Net Ass \$1 - \$5,000,000 \$5,000,001 - \$25,000 \$55,000,001 - \$50,000 Over \$100,000,000

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	0-7 Filed 10/25/24	Page 39 of 51
Not Applicable	Ī	Not Applicable		
	*!(-)   F  (-) O -!-		4	
6. Federal Exemp	tion(s) and Exclusion(s) Clair	med (select all tha	т арріу)	
		Investment Co	mpany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)	
Rule 504 (b)(1	)(i)	Section 3(c)(2)	) Section 3(c)(10)	
Rule 504 (b)(1	)(ii)	Section 3(c)(3)	Section 3(c)(11)	
Rule 504 (b)(1	)(iii)	Section 3(c)(4)	) Section 3(c)(12)	
Rule 506(b)				
X Rule 506(c)	Continu 4(n)(F)	Section 3(c)(5)		
Securities Act	Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)	
		Section 3(c)(7)	)	
7. Type of Filing				
New Notice D	ate of First Sale 2021-10-26	First Sale Yet to O	ccur	
X Amendment				
8. Duration of Off	ering			
Does the Issuer in	tend this offering to last more tl	han one year? $X$	Yes No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
Equity		Γ	Pooled Investment Fund In	nterests
Debt		ļ	⊒ │Tenant-in-Common Secur	
Option, Warran	t or Other Right to Acquire Anot	ther Security	   Mineral Property Securitie	S
	acquired Upon Exercise of Option	on, Warrant or	☐ 【 Other (describe)	
Other Right to A	Acquire Security	L		
			uio Deuscouek Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a b ion or exchange offer?	usiness combinatio	n transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	stment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 US	SD	
12. Sales Comper	nsation			
Recipient		Recipie	ent CRD Number X None	
(Associated) Brok	er or Dealer X None	(Assoc	iated) Broker or Dealer CRD	Number X None

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 40 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States  All States  Foreign/non-US	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$35,710,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	270
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expendence provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to an required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.  Terms of Submission	nd clicking

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 41 of 51

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	Josh Moore	Josh Moore	Director	2024-01-10

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 42 of 51

The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM D** 

### **Notice of Exempt Offering of Securities**

OMB	APPRO	LAVC
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OMB Number: 3235-0076 Estimated average burden hours per response:

1. Issuer's Identity				
CIK (Filer ID Number)		Previous Names	None	Entity Type
0001835470		NFN8 Media	, LLC	X Corporation
Name of Issuer				Limited Partnership
NFN8 GROUP, INC.				Limited Liability Company
Jurisdiction of Incorporation	/Organization			片
NEVADA				General Partnership
Year of Incorporation/Organ	nization			Business Trust
Over Five Years Ago				Other (Specify)
X Within Last Five Years (	Specify Year) 202	.0		
Yet to Be Formed				
2. Principal Place of Busin	ess and Contact	Informatio	n	
Name of Issuer				
NFN8 GROUP, INC.				
Street Address 1			Street Address 2	
13809 RESEARCH BLVD.			SUITE 785	
City	State/Province	/Country	ZIP/PostalCode	Phone Number of Issuer
AUSTIN	TEXAS		78750	5129142611
3. Related Persons				
Last Name	First	Name		Middle Name
Moore	Josh			
Street Address 1		et Address 2		
13809 RESEARCH BLVD.		E 785		
City		e/Province/C	ountry	ZIP/PostalCode
AUSTIN	TEX			78750
Relationship: X Executive	Officer X Directo	r X Promote	er	
Clarification of Response (if	Necessary):			
Last Name	First	Name		Middle Name
Rodriguez	Cory			

EC FORM D/A Case 1:24 ev 013	210 DD   Document 20 7	Filed 10/25/24
Case 1:24-cv-012 Street Address 1	219-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 43 of 51
	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	ΓEXAS	78750
Relationship: X Executive Officer Dire	ector X Promoter	
Clarification of Donners (if Necessary)	_	
Clarification of Response (if Necessary):		
4. Industry Group		
	Haalib Cara	
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	Restaurants
Commercial Banking	Health Insurance	Technology
∐Insurance	Hospitals & Physicians	X Computers
☐ Investing	Pharmaceuticals	Telecommunications
☐ Investment Banking		
Pooled Investment Fund	Other Health Care	Other Technology
Is the issuer registered as an investment company under	Manufacturing	Travel
the Investment Company	Real Estate	Airlines & Airports
Act of 1940?	Commercial	Lodging & Conventions
∐Yes	Construction	Tourism & Travel Services
Other Banking & Financial Services	S REITS & Finance	Other Travel
Business Services		
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	lue Range
No Revenues	No Aggregate Net Ass	-
\$1 - \$1,000,000	\$1 - \$5,000,000	
\$1,000,001 - \$5,000,000	\$5,000,001 - \$25,000	,000
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,00	0,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,0	00,000
Over \$100,000,000	Over \$100,000,000	
X Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	0-7 Filed 10/25/24	Page 44 of 51
Not Applicable	Ī	Not Applicable		
	#!(-)   <b>F</b>   (-) Ol-!-		4	
6. Federal Exemp	tion(s) and Exclusion(s) Clair	ned (select all tha	т арріу)	
		Investment Co	mpany Act Section 3(c)	
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1	Section 3(c)(9)	
Rule 504 (b)(1	l)(i)	Section 3(c)(2	) Section 3(c)(10)	
Rule 504 (b)(1	l)(ii)	Section 3(c)(3	Section 3(c)(11)	
Rule 504 (b)(1	l)(iii)	Section 3(c)(4	) Section 3(c)(12)	
Rule 506(b)				
X Rule 506(c)	Section 4(a)(E)	Section 3(c)(5		
Securities Act	Section 4(a)(5)	Section 3(c)(6	Section 3(c)(14)	
		Section 3(c)(7	)	
7. Type of Filing				
H	pate of First Sale 2021-04-30	First Sale Yet to O	ccur	
X Amendment				
8. Duration of Off	ering			
Does the Issuer in	tend this offering to last more th	nan one year? X	Yes No	
9. Type(s) of Secu	urities Offered (select all that	apply)		
Equity		Γ	Pooled Investment Fund In	nterests
Debt			⊒ │Tenant-in-Common Secur	ities
Option, Warran	t or Other Right to Acquire Anot	ther Security	Mineral Property Securitie	S
	Acquired Upon Exercise of Option	on, Warrant or	Other (describe)	
Other Right to A	Acquire Security	L	sale Leaseback Contract	
10. Business Con	nbination Transaction			
_	ng made in connection with a bion or exchange offer?	usiness combinatio	on transaction, such as	Yes X No
Clarification of Res	sponse (if Necessary):			
11. Minimum Inve	estment			
Minimum investme	ent accepted from any outside i	nvestor \$30,000 U\$	SD	
12. Sales Compe	nsation			
Recipient		Recipie	ent CRD Number X None	
(Associated) Brok	xer or Dealer X None	(Assoc	iated) Broker or Dealer CRD	Number X None

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 45 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$35,710,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	270
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expendence provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to an required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.  Terms of Submission	nd clicking

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	/s/Josh Moore	Josh Moore	Director	2024-05-07

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.

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The Securities and Exchange Commission has not necessarily reviewed the information in this filing and has not determined if it is accurate and complete.

The reader should not assume that the information is accurate and complete.

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

### **FORM D**

### **Notice of Exempt Offering of Securities**

OMB APPROVAL
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OMB Number: 3235-0076 Estimated average burden hours per response:

4 Januaria Islandika					
1. Issuer's Identity					
CIK (Filer ID Number)		vious nes	None	Entity Type	
0001835470	NF	N8 Media	a, LLC	X Corpora	ition
Name of Issuer				Limited	Partnership
NFN8 GROUP, INC.				$\vdash$	Liability Company
Jurisdiction of Incorporation	/Organization			H	Partnership
NEVADA				H	•
Year of Incorporation/Organ	nization			Busines	
Over Five Years Ago				Other (S	Specify)
X Within Last Five Years (	Specify Year) 2020				
Yet to Be Formed					
2. Principal Place of Busin	ess and Contact In	formatio	n		
Name of Issuer					
NFN8 GROUP, INC.					
Street Address 1			Street Address 2		
13809 RESEARCH BLVD.			SUITE 785		
City	State/Province/Co	ountry	ZIP/PostalCode	Phone Nu	mber of Issuer
AUSTIN	TEXAS		78750	512914261	1
3. Related Persons					
Last Name	First Na	me		Middle Name	
Moore	Josh				
Street Address 1	Street A	ddress 2	2		
13809 RESEARCH BLVD.	SUITE 7				
City		ovince/C	Country	ZIP/PostalCode	
AUSTIN	TEXAS	1		78750	
Relationship: X Executive (	Officer X Director X	Promote	er		
Clarification of Response (if	Necessary):				
Last Name	First Na	me		Middle Name	
Rodriguez	Cory				

C250 1:24 cv 011	210 DD Dooumont 20 7	Filed 10/25/24
Case 1:24-cv-012 Street Address 1	219-RP Document 20-7 Street Address 2	Filed 10/25/24 Page 48 of 51
	SUITE 785	
City	State/Province/Country	ZIP/PostalCode
AUSTIN	TEXAS	78750
Relationship: X Executive Officer Dire	ector X Promoter	
Clarification of Response (if Necessary):		
Ciamication of Response (if Necessary).		
4. Industry Group		
Agriculture	Health Care	Retailing
Banking & Financial Services	Biotechnology	
Commercial Banking	Health Insurance	Restaurants
☐ Insurance		Technology
Investing	Hospitals & Physicians	X Computers
Investment Banking	Pharmaceuticals	Telecommunications
Pooled Investment Fund	Other Health Care	Other Technology
ப் Is the issuer registered as	Manufacturing	— Travel
an investment company under	Real Estate	Airlines & Airports
the Investment Company Act of 1940?	Commercial	Lodging & Conventions
Yes	Construction	
Other Banking & Financial Service	, <sub>□</sub>	☐ Tourism & Travel Services
Business Services	REITS & Finance	Other Travel
Energy	Residential	Other
Coal Mining	Other Real Estate	
Electric Utilities		
Energy Conservation		
Environmental Services		
Oil & Gas		
Other Energy		
5. Issuer Size		
Revenue Range OR	Aggregate Net Asset Va	-
No Revenues	No Aggregate Net As	set Value
\$1 - \$1,000,000	\$1 - \$5,000,000	
\$1,000,001 - \$5,000,000	☐ \$5,000,001 - \$25,000	
\$5,000,001 - \$25,000,000	\$25,000,001 - \$50,00	0,000
\$25,000,001 - \$100,000,000	\$50,000,001 - \$100,0	00,000
Over \$100,000,000	□ □ Over \$100,000,000	
X Decline to Disclose	Decline to Disclose	

EC FORM D/A	Case 1:24-cv-01219-RP	Document 2	0-7 Filed 10/25/24	Page 49 of 51	
Not Applicable		Not Applicable			
	('(')(') Old:				
6. Federal Exemp	tion(s) and Exclusion(s) Clain	ned (select all tha	т арріу)		
		Investment Co	mpany Act Section 3(c)		
Rule 504(b)(1	) (not (i), (ii) or (iii))	Section 3(c)(1)	Section 3(c)(9)		
Rule 504 (b)(1	)(i)	Section 3(c)(2)	Section 3(c)(10)		
Rule 504 (b)(1	)(ii)	Section 3(c)(3)	Section 3(c)(11)		
Rule 504 (b)(1	)(iii)	Section 3(c)(4)			
Rule 506(b)					
X Rule 506(c)	Continu 4(a)(F)	Section 3(c)(5)	브		
Securities Act	Section 4(a)(5)	Section 3(c)(6)	Section 3(c)(14)		
		Section 3(c)(7)			
7 Tune of Filing					
7. Type of Filing					
New Notice D	ate of First Sale 2021-10-26	First Sale Yet to O	ccur		
X Amendment					
8. Duration of Off	ering				
		_			
Does the Issuer in	tend this offering to last more th	nan one year? X	Yes No		
9. Type(s) of Secu	urities Offered (select all that	apply)			
Equity		Г	Pooled Investment Fund Ir	nterests	
Debt		L	Tenant-in-Common Securi		
님	t or Other Right to Acquire Anot	L her Securitv ☐	Mineral Property Securities		
Security to be Acquired Upon Evercise of Ontion Warrant or					
Other Right to Acquire Security					
Sale Leaseback Contract					
10. Business Combination Transaction					
_	ng made in connection with a buion or exchange offer?	usiness combinatio	n transaction, such as	Yes X No	
Clarification of Res	sponse (if Necessary):				
11. Minimum Investment					
Minimum investment accepted from any outside investor \$30,000 USD					
12. Sales Compensation					
Recipient		Recipie	ent CRD Number X None		
·	er or Dealer X None		iated) Broker or Dealer CRD	Number X None	
,	Ш	`	,		

SEC FORM D/A  Case 1:24-cv-01219-RP Document 20-7 Filed 10/25/24 Page 50 of 51	
Street Address 1 Street Address 2	
City State/Province/Country	ZIP/Postal Code
State(s) of Solicitation (select all that apply) Check "All States" or check individual States  All States  Foreign/non-US	
13. Offering and Sales Amounts	
Total Offering Amount USD or X Indefinite	
Total Amount Sold \$38,930,000 USD	
Total Remaining to be Sold USD or X Indefinite	
Clarification of Response (if Necessary):	
14. Investors	
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, and enter the number of such non-accredited investors who already have invested in the offering. Regardless of whether securities in the offering have been or may be sold to persons who do not qualify as accredited investors, enter the total number of investors who already have invested in the offering:	293
15. Sales Commissions & Finder's Fees Expenses	
Provide separately the amounts of sales commissions and finders fees expenses, if any. If the amount of an expend provide an estimate and check the box next to the amount.	liture is not known,
Sales Commissions \$0 USD  Estimate	
Finders' Fees \$0 USD  Estimate	
Clarification of Response (if Necessary):	
16. Use of Proceeds	
Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to ar required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unk estimate and check the box next to the amount.	
\$0 USD X Estimate	
Clarification of Response (if Necessary):	
Signature and Submission	
Please verify the information you have entered and review the Terms of Submission below before signing a SUBMIT below to file this notice.  Terms of Submission	nd clicking

In submitting this notice, each issuer named above is:

- · Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against the issuer in any place subject to the jurisdiction of the United States,

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if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.

• Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Rule 504 or Rule 506 for one of the reasons stated in Rule 504(b)(3) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
NFN8 GROUP, INC.	Josh Moore	Josh Moore	Director	2024-08-13

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<sup>\*</sup> This undertaking does not affect any limits Section 102(a) of the National Securities Markets Improvement Act of 1996 ("NSMIA") [Pub. L. No. 104-290, 110 Stat. 3416 (Oct. 11, 1996)] imposes on the ability of States to require information. As a result, if the securities that are the subject of this Form D are "covered securities" for purposes of NSMIA, whether in all instances or due to the nature of the offering that is the subject of this Form D, States cannot routinely require offering materials under this undertaking or otherwise and can require offering materials only to the extent NSMIA permits them to do so under NSMIA's preservation of their anti-fraud authority.